

Quarterly Compliance Report on Corporate Governance
(Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Name of Listed Entity - **Shankara Building Products Limited**
2. Quarter ending - **31st March, 2019**

i. Composition Of Board Of Director

Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
V.Ravichandar	00634180	Chairperson-Independent Director		09-Jul-2014	-	57	1	2	0
Sukumar Srinivas	01668064	Executive Director	Managing Director	01-Apr-2018	-		1	1	0
Chandu Nair	00259276	Independent Director		29-Jul-2015	-	44	1	2	0
B. Jayaraman	00022567	Independent Director		14-Aug-2018	-	7	1	1	1
Jayashri Murali	00317201	Independent Director		19-Mar-2015	-	48	1	2	1
C. Ravi Kumar	01247347	Executive Director		01-Apr-2018	-		1	1	0
RSV. Siva Prasad	01247339	Executive Director		01-Apr-2018	-		1	0	0

Company Remarks	
Whether Permanent chairperson appointed	Yes



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ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	Jayashri Murali	Independent Director	Member	17-Apr-2017
2	B.Jayaraman	Independent Director	Chairperson	09-Nov-2018
3	Chandu Nair	Independent Director	Member	29-Jul-2015
4	Sukumar Srinivas	Executive Director	Member	19-Jun-2017
5	V.Ravichandar	Independent Director	Member	31-Oct-2007

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	C.RaviKumar	Executive Director	Member	19-Jun-2017
2	Jayashri Murali	Independent Director	Chairperson	19-Sep-2016
3	Chandu Nair	Independent Director	Member	19-Sep-2016
4	V.Ravichandar	Independent Director	Member	19-Sep-2016

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
Not Applicable				

Company Remarks	
Whether Permanent chairperson appointed	Not Applicable



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d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	Jayashri Murali	Independent Director	Member	29-Jul-2015
2	V.Ravichandar	Independent Director	Member	31-Oct-2007
3	Chandu Nair	Independent Director	Chairperson	17-Apr-2017
4	B.Jayaraman	Independent Director	Member	09-Nov-2018

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
09-Nov-2018	08-Feb-2019	90

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Maximum gap between any two consecutive (in number of days)
Audit Committee	09-Nov-2018	08-Feb-2019	Yes	90

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Not Applicable
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable



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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

I. Disclosure on website in terms of Listing Regulations

Item	Compliance status (Yes/No/NA)	Company Remark	Website
Details of business	Yes		www.shankarabuildpro.com
Terms and conditions of appointment of independent directors	Yes		www.shankarabuildpro.com
Composition of various committees of board of directors	Yes		www.shankarabuildpro.com
Code of conduct of board of directors and senior management	Yes		www.shankarabuildpro.com
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.shankarabuildpro.com
Criteria of making payments to non-executive directors	Yes		www.shankarabuildpro.com
Policy on dealing with related party transactions	Yes		www.shankarabuildpro.com
Policy for determining 'material' subsidiaries	Yes		www.shankarabuildpro.com
Details of familiarization programs imparted to independent directors	Yes		www.shankarabuildpro.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.shankarabuildpro.com
email address for grievance Redressal and other relevant details	Yes		www.shankarabuildpro.com
Financial results	Yes		www.shankarabuildpro.com

Shareholding pattern	Yes		www.shankarabuildpro.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1)	Yes	
Meeting of Board of directors	17(2)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	



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Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Not Applicable	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Maximum Directorship & Tenure	25(1) & (2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : **Ereena Vikram**
Designation : **Company Secretary & Compliance Officer**



Ereena